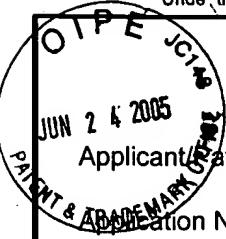


Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.



STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Agere Systems Inc.

Application No./Patent No.: 09/636,455

Filed/Issue Date: August 11, 2000

Entitled: **PHASE OFFSET DETECTION**

Agere Systems Inc.

, a corporation

(Name of Assignee)

(Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1. the assignee of the entire right, title, and interest; or
2. an assignee of less than the entire right, title and interest.

The extent (by percentage) of its ownership interest is _____ %
in the patent application/patent identified above by virtue of either:

A. [] An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

B. A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: Inventors To: Lucent Technologies, Inc.
The document was recorded in the United States Patent and Trademark Office at
Reel 011119 Frame 0941, or for which a copy thereof is attached.
2. From: Lucent Technologies, Inc. To: Agere Systems Guardian Corp.
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
3. From: Agere Systems Guardian Corp. To: Agere Systems Inc.
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

[] Additional documents in the chain of title are listed on a supplemental sheet.

Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., a true copy of the original assignment document (s)) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

Signature

Mark D. Simpson

Printed or Typed Name

Date

215 923 4466

Telephone number

Attorney of Record

Title

This collection of information is required by 37 CFR 3.73(b). The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.14. This collection is estimated to take 12 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETE D FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

04/12/2005 15:00 AGERE IP LAW → 912159232189

NO. 002 D03

02/08/01 09:56

NO. 747 P005/007



**AGREEMENT REGARDING
POWERS OF ATTORNEY**

by and between

LUCENT TECHNOLOGIES INC.

and

AGERE SYSTEMS INC.

Dated as of February 1, 2001

AGREEMENT REGARDING POWERS OF ATTORNEY

This Agreement is effective as of February 1, 2001 between LUCENT TECHNOLOGIES INC., a Delaware corporation ("LUCENT"), having an office at 600 Mountain Avenue, Murray Hill, New Jersey 07974, United States of America, for itself and on behalf of its Subsidiaries (each and all herein after "LUCENT") and AGERE SYSTEMS INC., a Delaware corporation, with offices at 555 Union Boulevard, Allentown, PA 18109, United States of America ("AGERE").

WHEREAS, the Board of Directors of LUCENT has determined that it is in the best interests of LUCENT and its stockholders to separate LUCENT's existing businesses into two independent businesses; and

WHEREAS, as part of the foregoing, LUCENT has assigned certain United States and corresponding foreign patents and patent applications to AGERE, which patents and applications were filed in the name of LUCENT and various of its subsidiaries and predecessors, including AT&T Corp., a New York corporation and various of its subsidiaries; and

WHEREAS, in order to effect its rights under such patents and to prosecute such patent applications, including recording such assignments, AGERE representatives need Power of Attorney from LUCENT and predecessors of LUCENT.

THEREFORE, LUCENT agrees to provide AGERE employees and employees of AGERE affiliated companies with Powers of Attorney in the form attached to act for LUCENT, any of its wholly-owned subsidiaries, and any of such predecessors with respect to such issued patents and pending patent applications in the names of LUCENT, such subsidiaries or any of such predecessors.

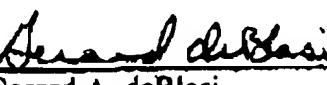
AGERE agrees to use such Powers of Attorney only with respect to those certain patents and patent applications which were assigned to AGERE by LUCENT.

LUCENT TECHNOLOGIES INC.

By: 
Daniel P. McCurdy
President - Intellectual Property Business

Date: 1/30/01

AGERE SYSTEMS INC.

By: 
Gerard A. deBlasi
Vice President - Law

Date: 1/30/01

GENERAL APPOINTMENT OF AGENT**And****POWER OF ATTORNEY**

Lucent Technologies Inc., for itself and its subsidiaries, and as successor in interest to
patents of AT&T Corp. and its subsidiaries, hereby appoints:

Gerard A. deBlasi
Fred M. Romano
Scott W. McLellan
Richard J. Botos
Marie MacNichol
Geraldine Monteleone
Scott Rittman
Anthony Grillo
David Smith
Robert P. Marley
John Veach
Mark Kuriako
Lea Birnbaum

as agents and attorneys to act on its and on Lucent Technologies Inc.'s behalf before any
competent National and International Authorities in connection with any and all patents
and patent applications filed by Lucent Technologies Inc., its wholly-owned subsidiaries
or its predecessors, or issued or pending in the name of Lucent Technologies Inc., or any
of its wholly-owned subsidiaries or predecessors, with the power to further appoint
agents, and grant powers of attorney in connection therewith.

Lucent Technologies Inc.

By: 

Daniel P. McCurdy
President - Intellectual Property Business

Date: 1/30/01

EXECUTION COPY

PATENT ASSIGNMENT

by and between

LUCENT TECHNOLOGIES INC.

and

AGERE SYSTEMS GUARDIAN CORP.

Dated as of January 30, 2001

PATENT ASSIGNMENT

THIS PATENT ASSIGNMENT (this "Assignment"), effective as of January 30, 2001 (the "Effective Date"), is by and between Lucent Technologies Inc., a Delaware corporation, with offices at 600 Mountain Avenue, Murray Hill, New Jersey 07974, United States of America, ("ASSIGNOR") and Agere Systems Guardian Corp., a Delaware corporation, with offices at 555 Union Boulevard, Allentown, PA 18109, United States of America ("Agere Systems Guardian").

RECITALS

A. WHEREAS, the Board of Directors of ASSIGNOR has determined that it is in the best interests of ASSIGNOR and its stockholders to separate ASSIGNOR's existing businesses into two independent businesses;

B. WHEREAS, ASSIGNOR presently owns or controls certain patents, patent applications, and invention submissions listed in the attached Appendices A and B (hereinafter "TRANSFERRED PATENTS") and;

C. WHEREAS, in furtherance of the foregoing separation, ASSIGNOR desires to transfer, assign, convey, deliver and vest all of its interests and rights in TRANSFERRED PATENTS for all countries, jurisdictions and political entities of the world, to and in Agere Systems Guardian;

NOW, THEREFORE, in consideration of the premises and for other good and valid consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, agree as follows:

ASSIGNOR, subject to existing rights and licenses of third parties, does hereby assign, convey, transfer and deliver, and agrees to assign, convey, transfer and deliver to Agere Systems Guardian, its successors, assigns and legal representatives or nominees, ASSIGNOR's entire right, title and interest, for all countries, jurisdictions and political entities of the world, along with the right to sue for past infringement, to all TRANSFERRED PATENTS listed on Appendices A and B, and corresponding counterpart foreign patents and patent applications, with respect to which, and to the extent to which, ASSIGNOR now has or hereafter acquires the right to so assign, convey, transfer and deliver. Agere Systems Guardian recognizes that ASSIGNOR holds only bare legal title to the TRANSFERRED PATENTS listed in Appendix A (which lists the United States Patents and patent applications previously exclusively licensed to Lucent Technologies Microelectronics Guardian Corp.).

ASSIGNOR and ASSIGNEE recognize that the patents listed in Appendices A and B may inadvertently include patents that are owned by various subsidiaries of ASSIGNOR, including Agere, Inc., Orltel Corporation, Optimay Corporation, Herrmann Technology, Inc., and Enable Semiconductor, Inc. Ownership of such patents shall not be affected by this Patent

Assignment, and ASSIGNEE agrees that any such patents shall be deemed deleted from Appendices A and B.

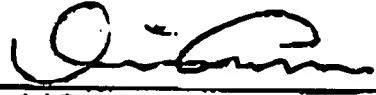
ASSIGNOR agrees that, upon request it will, at any time without charge to Agere Systems Guardian, but at Agere Systems Guardian's expense, furnish all necessary documentation relating to or supporting chain of title, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for vesting title to TRANSFERRED PATENTS in Agere Systems Guardian, its successors, assigns and legal representatives or nominees; including but not limited to any acts which may be necessary, desirable or convenient for claiming said rights and for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in Agere Systems Guardian and its respective successors, assigns and legal representatives or nominees.

Execution Copy

IN WITNESS WHEREOF, the parties have caused this PATENT ASSIGNMENT to be executed by their duly authorized representatives as of the Effective Date.

LUCENT TECHNOLOGIES INC.

By:



Daniel P. McCurdy
President, Intellectual Property Business

AGERE SYSTEMS GUARDIAN CORP.

By:



Fred M. Romano
President

Execution Copy

ACKNOWLEDGMENTS

STATE OF NEW JERSEY) : ss:
COUNTY OF SOMERSET)

I CERTIFY that on January 30, 2001, Daniel P. McCurdy personally came before me and this person acknowledged under oath, to my satisfaction that:

a.) this person signed, sealed and delivered the attached Patent Assignment as President Intellectual Property Business of Lucent Technologies Inc.; and

b.) this Patent Assignment was signed and made by Lucent Technologies Inc. as its voluntary act and deed by virtue of authority from its Board of Directors.

James O'Han

Name **TAMORA ANNE HANNA**
Notary Public Notary Public of New Jersey
My Commission Expires Registered in Hunterdon County
[Notarial Seal] My Commission Expires March 25, 2002

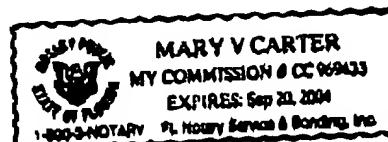
STATE OF FLORIDA)
COUNTY OF ORANGE)

I CERTIFY that on January 31, 2001, Fred M. Romano personally came before me and this person acknowledged under oath, to my satisfaction that:

- a.) this person signed, sealed and delivered the attached Patent Assignment as Vice President of Agere Systems Guardian Corp.; and
- b.) this Patent Assignment was signed and made by Agere Systems Guardian Corp. as its voluntary act and deed by virtue of authority from its Board of Directors.



Name
Notary Public
My Commission Expires:
[Notarial Seal]



APPENDIX B (continued)
Transferred Patents

Case Name	Filing Date	Issue Date	Patent No.	Serial No.
Choi 11-51-71	1/6/2000			09/478847
Choi 1-20-18	8/25/2000		60/228229	09/340082
Choi 12-71-89	8/25/1999			09/451054
Choi 13	11/30/1999			09/348419
Choi 14	7/1/1999			09/478387
Choi 15-1-6-1-2	1/6/2000			09/384631
Choi 18-2-1-3-3	8/27/1999			09/384505
Choi 19-3-2-4-4	8/27/1999			09/384505
Choi 2	12/24/1998	8/6/2000	6072210	09/220418
Choi 21	1/18/2000			09/484759
Choi 2-182-50-48	7/30/1999			09/385069
Choi 22-9-4-3-8	3/13/2000			09/523782
Choi 23	1/18/2000			09/484500
Choi 24	4/20/2000			09/553868
Choi 28	8/2/2000		09/831646	
Choi 3-183	7/15/1999			09/354828
Choi 4	7/1/1999			09/345819
Choi 5-60-70	8/27/1999			09/384503
Choi 6-58-78	1/13/1999			80/115841
Choi 7-184-51-49	8/8/1999			09/389802
Choi 7-57-77-8	1/13/1999			80/115840
Choi 8-42	1/12/1999			80/115533
Chou 1-1-4	8/11/2000		09/838455	
Christensen 1	8/30/1999		09/107815	
Chu 1	10/12/1999			09/416348
Chu 3-3-8-1	8/30/1999			09/388132
Chu 4	10/12/1999			09/416338
Chua 1-1-1	7/12/1999			09/351945
Chua 2-1-2	7/12/1999			09/381548
Chua 3-1-1-1	9/26/2000		09/889278	
Chung 7-14	4/14/1999			09/291559
Chung 8-1-18-3	2/22/2000			09/510015
Chyan 10-27-22	1/20/2000			09/488108
Chyan 12-2-28-51-3	8/2/2000		09/831755	
Chyan 18-6-9	8/25/2000		09/848184	
Chyan 5-23	2/18/2000			09/504308
Chyan 6	12/20/1999			09/467650
Chyan 9-48	3/8/2000			09/521288
Giaccone 3-2-2	10/1/1997	4/18/2000	6052407	
Cirelli 3-5	11/12/1998			09/190759
Cirelli 4-2-8-4-8	11/12/1998	01/18/00	6015844	
Cirelli 5-15-1-8	4/18/1999			09/293103
Cirelli 5-17-2-8	8/18/1999			09/397718
Citrin 2-9-1	10/29/1999			09/430316
Glaeser 2-2	12/9/1993		09/164681	
Glaeser 3-3	8/28/1991		07723102	
Clancy 2-3-6-3-2-3-2	12/16/1999			09/484183
Clapp 1	7/28/2000		09/628545	
Clemmons 12-3-38	11/8/1998	3/14/2000	6038163	09/189131
Clemmons 13-4-40	2/4/2000			09/488643
Clemmons 8-1-11	8/8/1997		09/871024	
Cochran 17-14-1-18-1-8-2	3/8/1998		09/038758	
Cochran 21-22-10	2/8/1999			09/248402
Cohn 6-4	7/21/2000		09/621110	
Cohn 7	7/28/2000		09/628087	
Cohn 8-6	7/21/2000		09/620839	
Cobry 6-5	8/5/1998		09/62546	
Cole 1-1-14-1	8/3/1998	7/25/2000	09/128041	6094735
Comteau 1-1-1-5-1	12/14/1999			09/459842
Comterford 6-4	9/15/1997		09/897278	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

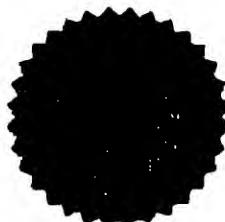
"AGERE SYSTEMS GUARDIAN CORP.", A DELAWARE CORPORATION, WITH AND INTO "AGERE SYSTEMS INC." UNDER THE NAME OF "AGERE SYSTEMS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF AUGUST, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2002.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3268412 8100M

020545223



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1959517

DATE: 08-29-02

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/29/2002
020505223 - 3268412

CERTIFICATE OF OWNERSHIP AND MERGER

OF

**Agere Systems Guardian Corp.
(a Delaware corporation)**

INTO

**Agere Systems Inc.
(a Delaware corporation)**

**UNDER SECTION 253 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE**

**Agere Systems Inc., a corporation organized and existing under the laws of
Delaware ("Corporation"), DOES HEREBY CERTIFY:**

FIRST: The Corporation is the owner of all of the outstanding shares of common
stock of Agere Systems Guardian Corp., which is also a business corporation of the State of
Delaware.

SECOND: On August 22, 2002 the Subsidiary Governance Committee of the
Board of Directors of the Corporation adopted the following resolution to merge Agere Systems
Guardian Corp. into the Corporation:

RESOLVED that Agere Systems Guardian Corp., a Delaware
corporation, shall be merged with and into Agere Systems
Inc., a Delaware corporation, with Agere Systems Inc. being
the surviving corporation, and Agere Systems Inc. shall
thereupon assume all of the obligations of Agere Systems
Guardian Corp."

THIRD: That the merger authorized hereby shall become effective
as of 9:00 a.m. Eastern Standard Time on August 31, 2002.

Executed on August 22, 2002

AGERE SYSTEMS INC.

By Paul Bento
Paul Bento, Vice President